

GARDERE WYNNE SEWELL & RIGGS, L.L.P.

ATTORNEYS AND COUNSELORS

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214-999-3000

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713-308-5500
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WRITER'S DIRECT DIAL NUMBER
713-308-5718

January 2, 1997

RECORDATION NO. 18983-1

JAN 6 1997

MEXICO

RIO PANUCO NO. 7
COL. CUAUHTÉMOC
466500 MEXICO, D.F.
011 (525) 546-8023

Vernon A. Williams, Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: Partial Release of Security Agreement and Chattel Mortgage
Our File Number 956715-1187

Dear Mr. Secretary:

We enclose one (1) original and one (1) photocopy of the following secondary document to be recorded pursuant to Section 11303 of the U.S. Code:

Partial Release of Security Agreement and Chattel Mortgage entered into as of December 19, 1996 by James C. Graves ("Debtor") and Bank One, Texas, N.A. ("Secured Party").

The primary document to which the Partial Release is connected is recorded under Recordation No. 18983 and described as follows:

Security Agreement and Chattel Mortgage dated the 26th day of August, 1994 between James C. Graves and Bank One, Texas, N.A. (the "Security Agreement and Chattel Mortgage").

The names and addresses of the parties to the above-mentioned documents are as follows:

Debtor: James C. Graves
10077 Grogan's Mill Road, Suite 450
The Woodlands, Texas 77380

Secured Party: BANK ONE, TEXAS, N.A.
910 Travis
Houston, Texas 77002

A description of the equipment covered by the document follows:

Eight (8) 3,430-cubic-foot open top hopper cars described as follows:

D&H 1315	D&H 1323	D&H 1328	D&H 1329
D&H 1348	D&H 1356	D&H 1359	D&H 1375

Two (2) open top hopper cars with 70-ton capacity trucks described as follows:

XTRX 78236 XTRX 78240

A fee of \$22.00 is enclosed. Please date stamp and return one original and any extra copies not needed by the Commission for recordation to Robert W. Bramlette, Gardere Wynne Sewell & Riggs, L.L.P., 333 Clay Ave., Suite 800, Houston, Texas 77002-4086.

A short summary of the document to appear in the index follows:

Partial Release of Security Agreement and Chattel Mortgage between JAMES C. GRAVES, 10077 Grogan's Mill Road, Suite 450, The Woodlands, Texas 77380 ("Debtor") and BANK ONE, TEXAS, N.A., 910 Travis, Houston, Texas 77002 ("Secured Party") dated August 16, 1994, and covering Eight (8) 3,430-cubic-foot open top hopper cars described as follows:

D&H 1315	D&H 1323	D&H 1328	D&H 1329
D&H 1348	D&H 1356	D&H 1359	D&H 1375

Two (2) open top hopper cars with 70-ton capacity trucks described as follows:

XTRX 78236 XTRX 78240

If you should have any questions or comments, please do not hesitate to contact either the undersigned at (713) 308-5718. Thank you for your assistance.

Very truly yours,


Robert W. Bramlette

RWB:kwj
Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20425-0001

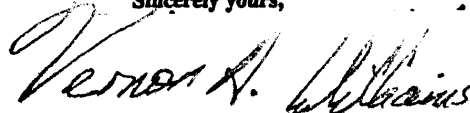
1/8/97

Robert W. Brame~~tte~~
Gardere Wynne Sewell & Riggs, L.L. P.
333 Clay Avenue
Suite 800
Houston, Texas 77002-4088

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/8/97 at 4:30PM, and assigned recordation number(s). 19983-A.

Sincerely yours,

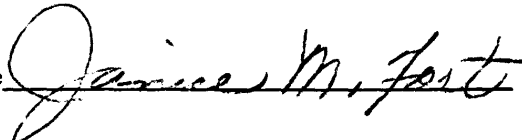


Vernon A. Williams
Secretary

Enclosure(s)

\$22.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



18983-A
JAN - 8 1997 AM

PARTIAL RELEASE OF SECURITY AGREEMENT AND CHATTEL MORTGAGE

dated as of December 19, 1996

among

JAMES C. GRAVES

as the Debtor,

and

BANK ONE, TEXAS, N.A.

as the Secured Party

Filed with the Interstate Commerce Commission pursuant to 49 U.S.C.
§ 11303 on 1-8, 1997 at 4:30 [A.M.] [P.M.]
Recordation Number 18983-A.

EXECUTION COPY

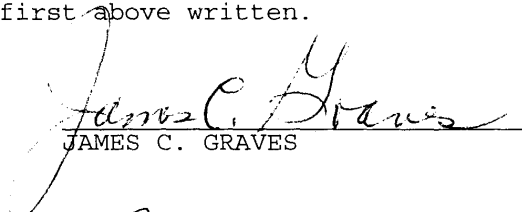
PARTIAL RELEASE OF SECURITY AGREEMENT AND CHATTEL MORTGAGE

THIS PARTIAL RELEASE OF SECURITY AGREEMENT AND CHATTEL MORTGAGE ("Partial Release") is entered into as of 12/19, 1996 by JAMES C. GRAVES ("Debtor") and BANK ONE, TEXAS, N.A. ("Secured Party").

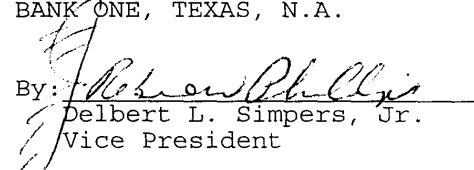
The undersigned Secured Party hereby RELEASES and DISCHARGES and QUITCLAIMS all of its right, title and interest in and to all the Equipment described on Exhibit "A" and part of the Equipment listed and identified in the:

Security Agreement and Chattel Mortgage dated the 26th day of August, 1994 between James C. Graves, filed with the Interstate Commerce Commission on September 16, 1994, under Recordation No. 18983 (the "Security Agreement and Chattel Mortgage")

IN WITNESS WHEREOF, the parties hereto have caused this Partial Release to be executed by their duly authorized officers, all as of the day and the year first above written.


JAMES C. GRAVES

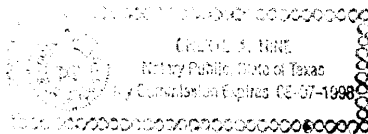
BANK ONE, TEXAS, N.A.

By: 
Delbert L. Simperts, Jr.
Vice President

ACKNOWLEDGMENT

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 19th day of
December, 1996, by JAMES C. GRAVES.



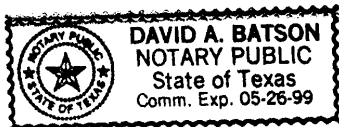
Cheryl A. Nine
Notary Public in and for
the State of Texas

Cheryl A. Nine
Printed Name of Notary

My Commission Expires: 8-7-98

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 19th day of
December, 1996, by Delbert L. Simpers, Jr., Vice
President of BANK ONE, TEXAS, N.A., a national banking association,
on behalf of said banking association. *Robert W. Phillips*



David A. Batson
Notary Public in and for
the State of Texas

David A. Batson
Printed Name of Notary

My Commission Expires: 5-26-99

EXHIBIT "A"

Eight (8) 3,430-cubic-foot open top hopper cars described as follows:

D&H 1315
D&H 1323
D&H 1328
D&H 1329
D&H 1348
D&H 1356
D&H 1359
D&H 1375

Two (2) open top hopper cars with 70-ton capacity trucks described as follows:

XTRX 78236
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